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BEFORE THE ARIZONA CORPORATION COMMISSION

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AZ CORP COMMISSION
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WILLIAM A. MUNDELL
CHAIRMAN
JIM IRVIN
COMMISSIONER
MARC SPITZER
COMMISSIONER

IN THE MATTER OF:

SCOTTSDALE FINANCIAL FUNDING GROUP,
LLC
4000 North Scottsdale Road
Scottsdale, AZ 85251

MARTIN & GRIFFIN, LLC
4000 North Scottsdale Road
Scottsdale, AZ 85251

GREGORY B. GILL aka GREGORY P. GILL
4015 N. 78th Street, #141
Scottsdale, AZ 85251

HAYDEN KEITH HOLLAND
5618 E. Montecito
Phoenix, AZ 85018-3223

TAD L. ULRICH & ASSOCIATES, LLC
13386 North 88th Place
Scottsdale, AZ 85260

TAD LYN ULRICH
13386 North 88th Place
Scottsdale, AZ 85260

SENIOR ADVISORY SERVICES, LLC
1401 Kindale Street
Lehigh Acres, Florida 33936

WALLACE BUTTERWORTH
1411 East Orangewood Avenue, #239
Phoenix, AZ 85020

Respondents.

DOCKET NO. S-03472A-02-0000

Arizona Corporation Commission

DOCKETED

SEP 23 2002

DOCKETED BY

CR

FIFTH
PROCEDURAL ORDER

BY THE COMMISSION:

On March 29, 2002, the Securities Division ("Division") of the Arizona Corporation Commission ("Commission") filed a Notice of Opportunity for Hearing Regarding Proposed Order for Relief ("Notice") against Scottsdale Financial Funding, LLC ("SFF"), Martin & Griffin, LLC

1 ("M&G"), Gregory B. Gill aka Gregory P. Gill, Hayden Keith Holland, Tad L. Ulrich & Associates,
2 LLC ("TUA"), Tad Lyn Ulrich, Senior Advisory Services, LLC ("SAS") and Wallace Butterworth,
3 (collectively the "Respondents") in which the Division alleged multiple violations of the Arizona
4 Securities Act ("Act") in connection with the offer and sale of securities in the form of membership
5 interests in limited liability companies ("LLCs") and investment contracts.

6 Respondents were duly served with copies of the Notice.

7 On April 5, 2002, Respondents SFF, Hayden Holland, SAS, Wallace Butterworth, TUA and
8 Tad Lyn Ulrich filed requests for hearing.

9 On April 12, 2002, Respondents M&G and Gregory Gill filed requests for hearing.

10 On April 17, 2002, by Procedural Order, the Commission scheduled a pre-hearing conference
11 on May 9, 2002 on the allegations raised by the Notice.

12 On April 22, 2002, the Division and Respondents requested a continuance due to scheduling
13 conflicts.

14 April 23, 2002, by Procedural Order, a pre-hearing conference was continued to May 17,
15 2002.

16 May 17, 2002, at the pre-hearing conference, the Respondents and the Division appeared
17 through counsel. The scheduling of the evidentiary portion of the proceeding and the possible length
18 of the hearing were discussed. The Respondents and the Division agreed to the filing of a Consent
19 Temporary Cease and Desist Order ("C&D") with respect to the offer and sale of securities as alleged
20 in the Notice pending the final disposition of this proceeding by the Commission. The parties further
21 agreed that an additional pre-hearing conference would be required and stipulated to an additional
22 pre-hearing being scheduled on July 25, 2002.

23 On May 20, 2002, by Procedural Order, the Commission Ordered that an additional pre-
24 hearing conference be scheduled.

25 On July 25, 2002, at the pre-hearing conference, further procedural and discovery matters
26 were addressed as well as scheduling concerns. Problems in concluding the Temporary C&D were
27 also discussed. The Division requested a hearing be scheduled and the parties agreed to a status
28 conference being scheduled on September 26, 2002. The parties also agreed that the hearing on the

1 allegations contained in the Notice begin on November 4, 2002.

2 On July 29, 2002, by Procedural Order, a status conference was scheduled for September 26,
3 2002. The hearing on the above-captioned proceeding was ordered to commence on November 4,
4 2002, and witness and exhibit lists were ordered to be exchanged 14 days prior to the start of hearing.

5 On September 13, 2002, the Division filed a Temporary Order ("T.O.") against the
6 Respondents to supplement the Notice herein.

7 Additionally, on September 13, 2002, Bryan Cave, LLP, counsel for M&G and Mr. Gill, filed
8 a document captioned "Notice of Withdrawal", indicating simply that it was withdrawing as their
9 counsel and directing that "pleadings and other papers" be sent to Mr. Gill at what appears to be his
10 address. No address for M&G was provided and no phone number was provided for either
11 Respondent.

12 The Notice of Withdrawal filed by Bryan Cave, LLP fails to meet the requirements for written
13 application to withdraw pursuant to Commission Rule A.A.C. R14-3-104(E) and Rule 5.1(a) of the
14 Arizona Rules of Civil Procedure ("Rules").

15 It is further noted that in order for Mr. Charles W. Arnold of Lexington, Kentucky, co-counsel
16 for Mr. Holland, to represent Mr. Holland before the Commission, he must file an application *Pro*
17 *Hac Vice* pursuant to Rule 33(D) of the Arizona Supreme Court. Mr. Arnold has not done so and
18 should do this in a timely fashion.

19 Accordingly, Bryan Cave, LLP should file a written application which meets the requirements
20 of A.A.C. R14-3-104(E), Rule 5.1 of the Rules and consistent with ER 1.16.

21 IT IS THEREFORE ORDERED that Bryan Cave, LLP shall make written application to
22 withdraw in a form which meets the requirements of A.A.C. R14-3-104(E), Rule 5.1 of the Arizona
23 Rules of Civil Procedure and consistent with ER 1.16 of Rule 42 of the Arizona Rules of Professional
24 Conduct.

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1 IT IS FURTHER ORDERED that Mr. Charles W. Arnold shall timely make an application
2 *Pro Hac Vice* to the Arizona Supreme Court pursuant to Rule 33(D) to represent Mr. Holland before
3 the Commission.

4 DATED this 23rd day of September, 2002.

5
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7 
8 MARC E. STERN
ADMINISTRATIVE LAW JUDGE

9 Copies of the foregoing mailed/delivered
10 this 23rd day of September, 2002 to:

11 Charles W. Arnold
12 ARNOLD & COWAN
13 The Ridgely House
190 Market Street
Lexington, KY 40507

14 Bryan F. Murphy
15 BURCH & CRACCHIOLO, P.A.
702 East Osborn Road
Phoenix, AZ 85014
and

16 William Foreman
17 7272 East Indian School Road, Ste. 203
18 Scottsdale, AZ 85251
Attorneys for Hayden Holland

19 Stephen M. Dichter
20 Sally S. Duncan
21 Bryan Cave, LLP
Two North Central Avenue, Ste. 2200
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Attorneys for Martin & Griffin, LLC and Gregory B. Gill, aka Gregory P. Gill

22 Gregory B. Gill
23 4015 North 78th Street, #141
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24 Nicolas J. Cornelius
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26 Scottsdale, AZ 85260
27 Attorney for Wallace Butterworth,
Senior Advisory Services, LLC, Tad L. Ulrich, LLC,
Tad Lyn Ulrich and Wallace Butterworth

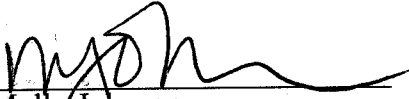
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9 By:


Molly Johnson
Secretary to Marc E. Stern